

**Statement of the Transition Committee and Jamie Szal Regarding  
Alignment of Terms of Office with the Bylaws  
and Conducting an Officer Election  
July 13, 2022**

**Introduction**

On Wednesday, July 13, Jamie Szal will announce that she has stepped down as President of the TCAA and as an Executive Committee member. An officer election will take place later this Summer. In preparing for that election, the Transition Committee will provide opportunities to ask questions, offer input, and volunteer assistance.

On June 16, 2022, the TCAA adopted new Bylaws that, like the prior bylaws, limit Executive Committee members to two consecutive three-year terms. Both the old and new bylaws require the TCAA to conduct a review of the bylaws every five years.

Under the old bylaws, an Executive Committee member elected to the position of Secretary, Vice President, or President during their fifth or sixth year automatically remained an Executive Committee member until the end of their term in that office. (See former Bylaws, Section 5.1 on page 3.) The new bylaws do not similarly extend membership for elected officers.

Under the old bylaws, it was the long-standing practice of the Executive Committee to conduct the Annual Meeting of the TCAA at which members and officers of the association were elected during the College's annual Reunion weekend. During 2020-2021, COVID safety protocol prevented the College from conducting Reunions, and as a consequence no TCAA annual meetings were held in 2020 and 2021. Regrettably but necessarily under those circumstances and because there was then no clear authority for a virtual Annual Meeting, no officer elections or Executive Committee member elections were conducted during those years.

Thus, in mid-2021, at the end of his tenure as President and as an Executive Committee member, Eric Estes passed his responsibilities to the then-Vice President, Jamie Szal. Jamie, in turn, asked Joe Gross to succeed her as Vice President and Taniqua Huguley to continue for a second term as Secretary. Filling these three officer positions during the Covid lockdowns

period without an election was done under a good faith understanding that doing so otherwise complied with the bylaws at that time.

### **Moving into Alignment with the New Bylaws**

Following adoption of the new bylaws, Jamie appointed a Transition Committee to serve as a planning and advisory group. The Transition Committee is comprised of the Bylaws Committee (Terrie Rouse-Rosario, Andrew Terhune, Bob Kehoe, Joe Gross, Tom Casey, and herself as then-president), supplemented with the chair of the Nominating Committee, Juan Hernandez, and chaired by Tom Casey.

Because the new bylaws reserve some appointments for members serving a second term, members of the Transition Committee researched dates of election and re-election of each Executive Committee member and the seven nominees who are awaiting election on July 20.

In compiling a table of election and re-election dates for each committee member, they realized that Jamie Szal was no longer an Executive Committee member or able to serve as our President.

Jamie was first elected in 2013 and became Vice President in 2019, her sixth year as an Executive Committee member. Per the former bylaws, that election automatically extended her Executive Committee membership for two years, to mid-2021. However, at or around the time Mr. Estes' tenure ended in mid-2021, Jamie's extended term to serve as Vice President also came to an end along with her eligibility to be an Executive Committee member. Thus, if elections had been conducted that year, Jamie Szal would not have been eligible for another officer term.

Jamie was informed directly and discretely of this finding on June 23. On Friday, July 8, Jamie submitted her letter of resignation, stating her decision to voluntarily step down to allow an election of new officers to take place under the new bylaws. During Jamie's year at the helm, the TCAA and Executive Committee took a giant step forward in reshaping its governance and practices. Jamie is to be praised for a productive 2021-2022 program year, ensuring the TCAA will emerge from the Coronavirus pandemic a thriving volunteer alumni organization, and capping many years as a Trinity alumni volunteer, Executive Committee member, and TCAA officer. For that, the organization owes her a great deal of gratitude.

## **Moving Forward**

After member elections are conducted during the TCAA Annual Meeting to be held on July 20, the Transition Committee will develop a plan to promptly conduct officer elections consistent with the spirit and letter of our new bylaws. The Executive Committee will be invited to provide input and ask questions of the Transition Committee. The Executive Committee will be asked to vote on this proposal at a special meeting to be held the week after the July 20th Annual Meeting.

Currently, the Transition Committee expects an officer nomination and election process under the new bylaws will be completed before mid-September, more than a month before the next Executive Committee regular meeting planned for October 20 and 21. In addition, the Transition Committee could reasonably serve as caretaker for vacant officer positions until elections are completed. The terms of office of the newly-elected officers will take immediate effect upon election.

As the Executive Committee moves fully into its new bylaws, and in recognition of her years of service, it is the recommendation of the Transition Committee that Jamie step into the newly created role of Immediate Past President. In the immediate future, under the present circumstance of not having a president, we suggest that Jamie preside at the Annual Meeting on July 20.

## **Addendum**

Text of Section 5.1 of the former bylaws with the relevant sentence highlighted:

*“Section 5.1—Officers and Terms*

*The officers of the Association shall be a President, Vice President, and Secretary. Such officers shall be elected by the members of the Association at the annual meeting of the Association and shall serve a term of two (2) years. The term of each of the President, Vice President, and Secretary as a member of the Executive Committee shall be automatically extended, as may be necessary, to permit the Officer to complete his or her term of office. In the case of a vacancy in any office, the Executive Committee shall have the power to appoint a successor who shall hold office for the unexpired term.”*